

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC., *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 22-11238 (LSS)

(Jointly Administered)

**Ref. Docket No. 14**

**CERTIFICATION OF COUNSEL SUBMITTING REVISED  
INTERIM ORDER (I) AUTHORIZING THE DEBTORS TO (A) OBTAIN  
POSTPETITION FINANCING, PURSUANT TO 11 U.S.C. §§ 105, 361, 362, 364(c)(1),  
364(c)(3), AND 364(e) AND (B) USE CASH COLLATERAL PURSUANT TO 11 U.S.C.  
§§ 361, 362, 363, AND 364, AND (III) SCHEDULING FINAL HEARING  
PURSUANT TO BANKRUPTCY RULES 4001(b) AND (c)**

On December 2, 2022, the above-captioned affiliated debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Motion for Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Obtain Postpetition Financing, (B) Grant Senior Secured Liens and Superpriority Administrative Expense Claims, and (C) Utilize Cash Collateral; (II) Determining That the Prepetition Secured Lender Is Adequately Protected; (III) Modifying the Automatic Stay; (IV) Scheduling Final Hearing; and (V) Granting Related Relief* [Docket No. 14] (the “DIP Motion”)<sup>2</sup> with the United States Bankruptcy Court for the District of Delaware (the “Court”).

Subsequently, the Debtors, DIP Lender, and Prepetition Secured Lender (collectively, the “DIP Parties”) negotiated the terms of the Debtors’ consensual use of cash collateral, resulting in

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors’ mailing address for purposes of these chapter 11 cases is 1751 Berkeley Street, Studio 3, Santa Monica, CA 90404.

<sup>2</sup> Capitalized terms used but not defined herein have the meanings given to them in the DIP Motion.

modifications to the proposed form of interim order (the “Proposed Interim Order”) filed with the DIP Motion.

On December 6, 2022, the Court held a hearing (the “Hearing”) to consider, among other things, the DIP Motion and the relief requested therein on an interim basis. During the Hearing, the Court indicated that it would grant the requested interim relief, as modified and discussed on the record, subject to submission of a revised form of order (the “Revised Proposed Interim Order”). The DIP Parties and counsel for the Office of the United States Trustee have reviewed the Revised Proposed Interim Order and informed the Debtors that they do not object to its entry.

Accordingly, the Debtors hereby submit the Revised Proposed Interim Order attached hereto as Exhibit 1,<sup>3</sup> and respectfully request that the Court enter the Revised Proposed Interim Order at its earliest convenience without further notice or a hearing.

*[Remainder of page intentionally left blank]*

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<sup>3</sup> For ease of reference, attached hereto as Exhibit 2 is a copy of the Revised Proposed Interim Order marked against the Proposed Interim Order.

Dated: December 7, 2022  
Wilmington, Delaware

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*Proposed Counsel to the Debtors and  
Debtors in Possession*